FORM PTO-1618/ Expires 06/30/99 OMB 0651-0027

03-12-1999



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RECORDATION FORM COVER SHEET

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	Please record the attached original document(s) or copy(ies).			
Submission Type	Conveyance Type			
X New	Assignment License			
Resubmission (Non-Recordation) Document ID #	Security Agreement X Nunc Pro Tunc Assignment			
	Effective Date Month Day Year			
Correction of PTO Error Reel # Frame #	12311997			
Corrective Document	Change of Name			
Reel # Frame #	Other			
Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year			
Name Crystal-Dynamics (Antill	Les) N.V.			
Formerly				
Individual General Partnership	Limited Partnership X Corporation Association			
Other				
X Citizenship/State of Incorporation/Organiza	tion Netherlands			
Receiving Party	Mark if additional names of receiving parties attached			
Name Crystal Dynamics, Inc.				
DBA/AKA/TA				
Composed of				
Address (line 1) 64 Willow Place				
Address (line 2)				
Address (line 3) Menlo Park	CA 94025			
City State/Country If document to be recorded is an assignment and the receiving party is				
Torporation Association not domiciled in the United States, an appointment of a domestic				
Other Control of the representative should be attached. (Designation must be a separate document from Assignment.)				
X Citizenship/State of Incorporation/Organization California				
/1999 JSHABAZZ 00000041 033118 74649658 FOR	OFFICE USE ONLY			
:481 40.00 CH :482 500.00 CH	THE OK			

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

TRADEMARK REEL: 1866 FRAME: 0766

U.S. Department of Commerce Patent and Trademark Office

TRADEMARK

FORM PTO- Expires 06/30/99 OMB 0651-0027	161 8B		Page	2	U P	S. Department of Commerce alent and Trademark Office
	epresentativ	e Name and	Address	Enter for the first	Receiving Party	only.
Name						
Address (line 1)						
Address (line 2)						
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Address (line 4)						
Correspond	lent Name aı	nd Address _A	rea Code and	Telephone Number	415-693-20	00
Name	Tsan Mer	ritt-Poree	, Esq.			
Address (line 1)	Cooley G	odward LLP				
Address (line 2)						
Address (line 3)						
Address (line 4)						
Pages	Enter the tota	I number of pag	jes of the atta	ched conveyance	document #	
		attachments.	Pogistratio	n Number(s)		onal numbers attached
	• •	* *	•	mber (DO NOT ENTER E		
Trad	lemark Applic	ation Number(s)	Regi	istration Numbe	r(s)
7464965	8			2113087	2027967	2048931
74649492				2074572	2149756	2111059
				2166622	2076505	2151115
Number of Properties Enter the total number of properties involved. # 21						
Fee Amoun	t	Fee Amount for	Properties Li	isted (37 CFR 3.41): \$ _{540.00}	
Method of	f Payment:	Enclos	ed X De	eposit Account	7 <u>1540.00</u>	
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)						
Deposit Account Number: # 03-3118						
Authorization to charge additional fees: Yes X No						
Statement a	nd Signature	8				
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as						
indicated herein.						

Tsan Merritt-Poree

Name of Person Signing

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Date Signed

Jean Mendt-Porce 5/ml 2-26-99
Signature Date Sign

FORM PTO-1618C Expires 06/30/99

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

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Conveying Enter Additional	Party Conveying Party Mark if additional names of conveying parties attri	sched Execution Date Month Day Year
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	ip State of Incorporation/Organization	
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Address (line 3)		
Individu		Zip Code be recorded is an nd the receiving party is
Corporati	not domiciled	in the United States, an
	representative (Designation n	should be attached nust be a separate
Other		n the Assignment.)
	hip/State of Incorporation/Organization	
	Application Number(s) or Registration Number(s) Mark if addition to the Registration Number (DO NOT ENTER BOTH numbers for the Mark if addition Number (DO NOT ENTER BOTH numbers for the Registration Number (DO NOT ENTER BOTH number (DO	tional numbers attached
	lemark Application Number(s) Registration Numb	
	2142980 1867533	
	1934903 [1860314]	
	1957105 1864324	
	1861422	
	[1906656]	
	1856344	
	1863263	

TRADEMARK REEL: 1866 FRAME: 0768

ASSIGNMENT NUNC PRO TUNC

WHEREAS, Crystal-Dynamics (Antilles) N.V., a Netherlands Antilles corporation, having its principal offices at P.O. Box 3889, 6, John B. Gorisreaweg, Curacso, AN (Netherland Antilles), registered and filed applications for the marks listed on the attached Exhibit A with the United States Patent and Trademark Office; and

WHEREAS, registrant/applicant assigned the marks in the above-identified application, including that portion of the business thereof to which the marks pertain as required by 15 U.S.C. §1060;

WHEREAS, Crystal-Dynamics, Inc., a California corporation, having its principal offices at 64 Willow Place, Menlo Park, CA 94025, the successor of the portion of the ongoing and existing business to which the marks pertain, was desirous of acquiring said trademarks and the pending intent-to-use applications therefor;

WHEREAS, said Crystal-Dynamics (Antilles) N.V. assigned to Crystal-Dynamics, Inc. and was fully cognizant of the aforementioned assignment, effective December 31, 1997 and that this nunc pro tune assignment is being executed now in order to clarify the ownership of the U.S. trademark applications and registrations, and to confirm that Crystal-Dynamics (Antilles) N.V. did assign to Crystal-Dynamics, Inc. all rights title and interest in and to the said marks attached hereto as Exhibit A, together with the goodwill of the business symbolized by the marks.

Crystal-Dynamics (Antilles) N.V.

Dated: 2/25/99

Rob Dyer President

375275 v1/SF 81KC011.DOC 022599/1707

1.

EXHIBIT A

Mark	Registration/Serial Number
DESIGN ONLY (GEX)	2,113,087
GEX	2,074,572
GEX	2,166,622
GEX	2,027,967
BLOOD OMEN: LEGACY OF KAIN	2,149,756
PANDEMONIUM	2,076,505
SLAM'N JAM	2,048,931
CRYSTAL DYNAMICS	2,111,059
DESIGN ONLY (GEX)	74/649,658
DESIGN ONLY (GEX)	74/649,492
DESIGN ONLY (GEX)	2,151,115
CRYSTAL DYNAMICS	2,142,980
THE HORDE	1,934,903
OFF-WORLD INTERCEPTOR	1,957,105
THE HORDE	1,861,422
PANDEMONIUM! ADVENTURES IN	1,906,656
TABLOID WORLD AND DESIGN	
TOTAL ECLIPSE	1,856,344
CRASH'N BURN	1,863,263
CRASH'N BURN	1,867,533
CRYSTAL DYNAMICS	1,860,314
CRYSTAL DYNAMICS	1,864,324

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RECORDED: 03/03/1999

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